

# Welcome

Welcome to US/Intelicom, the leading provider of prepaid solutions for the wireless industry.

US/Intelicom provides its customers with turnkey solutions for prepaid cellular and wireless. With the US/I Prepaid Application, wireless carriers and resellers can add prepaid cellular to their product line and address the tremendous potential of the prepaid market with a proven solution available today.



US/Intelicom is dedicated to continued leadership in debit solutions for the wireless industry. With a sole focus on debit technology, decades of experience in advanced telecommunications products, and a track record of innovation, US/Intelicom has what it takes to deliver winning products now and into the new millennium.

We invite you to learn more about how US/Intelicom can help you with advanced solutions for prepaid wireless. We would be happy to discuss your individual needs today.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.

Site design by <u>Handware Productions</u>.



EXHIST

# Company Overview

US/Intelicom is the leading provider of prepaid software solutions for the wireless industry.

US/Intelicom provides its customers with turnkey solutions for adding prepaid cellular to their product lines. With our products, wireless carriers and resellers can address the tremendous potential of the prepaid market with a proven solution available today.



#### **US/I Prepaid Wireless Solutions**

US/Intelicom is the developer of the US/I Prepaid Application, a turnkey solution for airtime carriers and resellers seeking to add a prepaid cellular offering to their product line. The US/I Prepaid Application provides a complete solution, including server software, handset software, and Internet-based management and reporting tools. Learn about our products.

Supporting Carriers and Resellers throughout North America Headquartered in Atlanta, GA, US/Intelicom supports the prepaid wireless efforts of carriers and resellers throughout the U.S. and Canada. Our professional customer service staff provides on-call support both during and after the installation of our products.

#### Global Reach

US/Intelicom and Brightpoint, the world's largest distributor of wireless products, have entered into an alliance to provide worldwide distribution for US/Intelicom products. Through this strategic relationship, US/Intelicom can provide solutions either through a licensed agreement or on a product-bundle basis. More about the Brightpoint alliance.

#### Seasoned Management

The experience of our company's leaders - with decades of combined experience in the development of telecommunications systems, financial transaction systems, and Internet-based applications - makes us uniquely able to support our customers in the wireless industry with solutions that make a difference. More about our company's management.

# Commitment to Innovation

The design and functionality of US/Intelicom applications illustrate the organization's commitment to meeting the needs of carriers and resellers. With such features as true automated activation, automated over-the-air refreshment of the prepaid account, and program administration via the Internet, US/Intelicom innovation provides wireless carriers and resellers with consumer-friendly solutions now and into the new millennium.

Click here to contact our professional sales staff for more information.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.

EXHIBIT A



# **Investor Relations**

It is said that investors are driven by two things: the desire to capitalize on the next big opportunity - and the fear of missing it.

Projected to reach US\$6 billion in total annual revenue by the year 2000, the market for prepaid applications is one of the fastest growing segments of the domestic wireless market.

If you are a major investor considering opportunities in the telecommunications arena, the time may be right for you to consider US/Intelicom. With a solid base of technical and marketing experience, and proven solutions for prepaid wireless available today, US/Intelicom is poised to capitalize on the opportunity of prepaid wireless.

Interested individuals should contact the office of Ronald Kindland, Chief Executive Officer, or e-mail investor\_relations@usintelicom.com.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.



# The Prepaid Wireless Concept

Prepaid wireless is a relatively simple concept which makes a big difference. Prepaid wireless encompasses cellular, paging, wireless modem and other uses as well, although cellular is the most familiar example.

With prepaid cellular, a phone user pays for airtime before using it. During the course of a call, the cost of the call is subtracted from the amount of paid-for airtime. After making a call or calls, the balance of remaining airtime gets closer to zero, and the phone user has the option to purchase more airtime.

## A Simple Idea that Makes a Big Difference

From the perspective of the phone user, it's as simple as that - once the user has a phone supported by a prepaid carrier, they can use it just like they would any other cellular phone, including roaming and long distance. The only difference is that, instead of receiving a bill, they pay for their airtime in advance.

There are two circumstances in which prepaid cellular is most attractive.

- 1. For people with credit issues, a prepaid plan allows access to cellular service without the need for credit at all because the service is paid for before it is used.
- 2. For people wishing to control airtime costs, a prepaid plan limits the potential expense to the amount which was paid for in advance. This is valuable, for example, to parents who want their college-bound children to benefit from the safety of an at-hand cellular phone without incurring the risk of a large monthly bill, discovered only after it's too late to do something about it. Frepaid is valuable for employers as well, as in the case where an employer wants to provide cellular access to drivers of fleet vehicles, again without incurring the risk of unplanned expenses.

The demand for prepaid cellular is substantial. In the domestic wireless market, the prepaid applications segment is one of the fastest growing, projected to reach US\$6 billion in total annual revenues by the year 2000.

#### More than Just Cellular

Prepaid wireless is not limited to cellular service. Prepaid billing also makes sense for paging, for wireless modems for laptop and palm-top computing, and, in fact, for any situation in which customers are billed based on metered usage. The concept of prepaid wireless encompasses all of these applications.

Good for Dealers, Too

Dealers benefit from prepaid wireless as well. Currently, some 35% of applicants for cellular service are declined due to credit issues. With a prepaid cellular offering in his or her product line, a dealer can say yes to almost everyone who asks for service. This alone is a substantial benefit, but there's more. With a prepaid offering, a dealer reduces the operational expense of managing receivables as well as the outright expense of uncollectable debt. For dealers with a prepaid offering, there's a good feeling that comes from knowing that they've been paid in advance.

Our cellular product has been proven through tens of thousands of hours of operation, and is available today. In addition, we are committed to continuous improvement and development of new prepaid wireless products. If you would like to learn more about our products, see our overview of products and services.

Click here to contact our professional sales staff for more information.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.



# Frequently Asked Questions

Here you can find answers to questions you may have about US/Intelicom, the US/I Prepaid Application, and the rest of our product and service offerings.

If you have a question not answered below, you can use our Comments and Questions Form to send your question to our customer service group.

#### On This Page:

About Prepaid Wireless
About the US/I Prepaid Application
About US/I Handsets

# **About Prepaid Wireless**

# How does prepaid wireless work?

In general, the service provider offers a predetermined amount of airtime to a user, without the need for a credit check or a large deposit. Because the user pays for the airtime before it is used, the provider is protected from the exposure for unpaid bills. When all of the prepaid airtime has been used, the user can neither make nor receive calls without purchasing more airtime. For a more detailed description, please see About Prepaid Wireless.

# Who uses prepaid wireless services?

Prepaid wireless services are primarily used by, but not necessarily limited to:

- Users with insufficient credit to obtain a standard contract
- Users that wish to limit potential airtime costs, such as small businesses
- Users with short-term needs, such as travelers

How can I become a prepaid wireless provider? For more information on how US/Intelicom can help you to become a

prepaid wireless provider, please see Products and Services, or contact US/Intelicom.

# About the US/I Prepaid Application

Does US/Intelicom provide training and support for licensees of the program?

Yes. Training materials and phone support are generally provided to the licensee at no charge. Training may also be made available at US/Intelicom offices or at the licensee's facility, although the licensee will normally be required to cover the expenses involved.

Does US/Intelicom provide cellular lines and airtime?

No. The US/I Prepaid Application is designed to work on standard cellular lines provided by any carrier or reseller. This allows the licensee to obtain service from the provider of their choice, and gives them the freedom to determine their own rates and profit margins.

Can users buy airtime from any provider of US/Intelicom products? No. The user must contact an authorized representative of their service provider. This protects the residual revenue source for the original provider.

TOP A

#### About US/I Handsets

Can users roam with US/I phones?

Generally, yes. Since the US/I prepaid application can be used with standard cellular lines, availability while roaming is controlled by the same rules as on a standard phone.

What happens when a user runs out of time?

When the available balance reaches zero, the phone will no longer place or accept calls. In order to use the phone, the user must obtain more airtime from the service provider.

How does the user place calls?

Calls are placed the same as on any cellular phone, with the exception that the phone will display a message if there is an insufficient balance available to make the call.

TOP A

Click here to contact our professional sales staff for more information. Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.





# Glossary

You may find some of these definitions useful as you learn more about prepaid wireless, our company, and our products.

#### Airtime:

Metered usage of the cellular network, provided by a carrier or reseller

#### Churn:

The tendency of users to change prepaid cellular providers in order to get better pricing.

# DTMF (Dual-Tone Multi-Frequency):

Standard tones typically generated manually by pressing keypad keys. The US/I Prepaid Application uses automated DTMF tones to provide the advanced features and user-friendly interface which make the US/I solution unique.

#### ESN (Electronic Serial Number):

A unique identifier assigned to every cellular device (i.e. the handset). The ESN is independent of the phone number assigned to the phone - the assigned phone number can change, but the ESN is a permanent attribute of the phone.

#### Licensee:

In general, the person or organization to whom a license is granted. A company that licenses the US/I Prepaid Application from US/Intelicom is called the licensee.

# IVR (Integrated Voice Response):

A form of telephone communication in which the caller receives instructions from and responds to an automated source. The user must typically enter information via the keypad, and write down information received from the host. The US/I Prepaid Application removes the error potential by allowing the handset and host to communicate directly, removing the possibility of user error.

#### IVRU (Integrated Voice Response Unit):

A computer programmed to perform IVR functions. See definition for IVR.

# MIN (Mobile Identification Number):

The actual 10-digit phone number assigned to a cellular handset.

NAM (Number Assigned Module):

EXHIBIT A

Refers to all the information programmed into a handset for communication via the cellular network. Standard handsets typically require a complex series of steps to enter this information. The US/I NAM Quick Start method requires just two simple steps.

## NAM Quick Start:

A simplified method for entering NAM information into a cellular handset, developed by US/Intelicom for use on handsets that support the US/I Prepaid Application.

#### PIN:

Also referred to as an "Airtime Code". This is a number that is entered into a US/I handset to obtain more cellular airtime.

#### Reversion, Phone Reversion:

The ability to switch a phone from prepaid to credit (standard) usage. The US/I Prepaid Application makes it possible for the carrier or reseller to change a phone from prepaid to credit, while ensuring that the user cannot do this without authorization.

# Sec Lock (Security Lock):

A security feature provided by US/Intelicom to prevent a user from repeatedly trying to perform invalid functions on a handset. Once a phone is in Sec Lock, the user must contact an authorized representative to obtain an unlock code.

#### SID (System Identifier):

A unique number that identifies a group of cellular towers belonging to a single service area. If the SID of the current tower matches with a SID defined in the handset, the call is billed at home rates. If the tower SID is not defined in the handset, the call is billed at roaming rates. The US/I Prepaid Application allows for multiple SIDs to be defined as being in the home area.

#### **US/I Prepaid Application:**

A system consisting of specialized handset functionality; a centralized host system, and handset management software. This application allows cellular providers to offer prepaid services to their users quickly and cost-effectively.

Click here to contact our professional sales staff for more information. Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.



# **Products and Services**

US/Intelicom offers a number of products and services to the wireless industry based on our innovations in prepaid technology. These products and services are introduced here.

# The US/I Prepaid Application

US/Intelicom presents the US/I Prepaid Application, a turnkey solution for prepaid cellular. The US/I Prepaid Application includes everything an airtime carrier or reseller needs to add prepaid cellular to their product line. <u>Learn more</u>.

#### Handset Software Services

US/Intelicom provides design and development services for advanced technology handset software. This allows manufacturers to add prepaid and transaction technology to their handsets, helping them meet the functionality demands of their retail and carrier customers.

## Continuing Innovation in Prepaid Wireless

Our research and development pipeline includes support for new handsets as well as a broad range of wireless devices, including paging, wireless modem, and palm-top computing. Now and in the future, US/Intelicom is ready to support wireless service providers with advanced software technology.

Click here to contact our professional sales staff for more information. Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.



# The US/I Prepaid Application

The US/I Prepaid Application is the industry-leading solution for prepaid wireless. With the US/I Prepaid Application, airtime carriers and resellers can quickly add a prepaid product offering without the expense and delay of in-house development. The opportunity in the prepaid market is now - and the US/I Prepaid Application is ready today.

The US/I Prepaid Application includes everything an airtime carrier or reseller needs to add prepaid cellular to their product line. With advanced handset software and an integrated suite of software applications for operations and management, the US/I Prepaid Application offers features to please both dealers and their customers.

... everything airtime carriers and resellers need to add prepaid wireless to their product line.

#### The Reliability of Proven Technology...

The heart of the US/I Prepaid Application is a set of core software components and services, representing the ability to add prepaid cellular to a product line. This consists of:

- US/Intelicom's client-server host software, supporting prepaid operations and management, running on the carrier's or reseller's computer hardware at the carrier's or reseller's facility or facilities
- US/Intelicom's sophisticated and user-friendly handset software, and
- Training, installation, start-up and on-going operational support from US/I engineers

#### ... and the Flexibility to Meet Your Needs

To ensure that US/Intelicom can meet your specific needs, the US/I Prepaid Application is available with a number of extras. These optional features and services include:

- À full line of easy-to-use handsets packed with features
- Windows software allowing quick reconfiguration of individual phones
- Optional integration with bill-to-account software
- Optional handset configuration prior to distribution
- Optional fulfillment services
- Optional financial services
- Optional marketing materials for your prepaid campaign

To find out more about the advantages of the US/I Prepaid Application, click here, or feel free to contact our professional sales staff for more

317 A

information.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.



# Advantages of the US/I Prepaid Application

With innovation, sophistication, and ease of use, the US/I Prepaid Application has a number of features that give it - and you - significant advantages over the competition.

#### True automated activation.

Other prepaid systems force the use of long sequences of codes and digits - but not with the US/I Prepaid Application. NAM Quick Start programming and our sophisticated software make quick work of activating, configuring, and adding initial airtime to the phone.

The entire process of adding airtime and debiting the account typically takes less than one minute.

#### Automated airtime recharge.

long sequences of digits and codes and rely on the support of a human operator to add airtime - but not with the US/I Prepaid Application. Sophisticated handset software eliminates errors and vastly reduces the need for operator/IVRU involvement by automating the recharge function. Whether you're a carrier, reseller, or phone user, you owe it to yourself to learn more about automated airtime recharge.

# True automatic over-the-air billing updates.

After an airtime carrier or reseller makes changes to rate plans, including billing rates and area code splits, the phones associated with the changed plans will automatically download the new rates the next time airtime is added to the phone.

#### Round-the-Clock Internet Support System.

The US/I Prepaid Application is the only product of its kind to offer the 24/7 US/I Internet Support System. Use the US/I Internet Support System to define your customer groups (by individual, corporate client, geography, or distribution channel), define and modify rate plans for each customer group, switch handsets between prepaid and postpaid arrangements, track and monitor usage with reports for each customer group, and more.

# Automated personal account recharge.

For phone users wishing to bill their airtime to credit card, checking account or other authorized pre-set financial vehicle, the US/I Prepaid Application provides features which vastly simplify and automate this task.

#### Security and fraud protection.

Multilevel security checkpoints are built into both the handset and the host software ... making it virtually impossible to "hack" the airtime balance.

#### Replenish airtime in less than a minute!

With just four keystrokes and the entry of the airtime ticket serial

ECHBIT A

number, even unsophisticated phone users can add airtime in less than a minute (under normal cellular system operating conditions). Compare this with dozens of keystrokes and eight to ten minutes for other prepaid phones. This is one more example of US/Intelicom's commitment to innovation and leadership in prepaid wireless.

Helping you grow - and growing with you.

By design, the system architecture of the US/I Prepaid Application provides a flexible, extensible and scaleable solution to support prepaid operations now and in the future.

- 1. The US/I Prepaid Application has a modular architecture, designed for change. This allows addition of support for new wireless devices as they enter the market.
- 2. The US/I Prepaid Application is robust, having been proven through tens of thousands of hours of operation.
- 3. As your customer base grows in size, upgrade your hardware while preserving your investment in software infrastructure. Our product will grow with you.
- 4. For carriers or resellers who allow phone users to bill prepaid airtime to personal accounts (such as credit card, checking account, or other approved financial vehicle), the US/I Prepaid Application is designed for integration with real-time bill-to-account software provided by the carrier or reseller. US/Intelicom system engineers can provide consulting and integration services to help make this happen.

Whether your needs are to provision a single market or to implement a national program, US/Intelicom has a solution to meet your needs. Learn more about the specific features of the US/I Internet Support System, or contact our professional sales staff to see how we can help activate your prepaid program.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.

equal A



# Handsets

The US/Intelicom Prepaid Application includes a full line of handsets offering the easy-to-use features that prepaid phone customers want. Read on to learn more about these advanced handsets.

# On This Page:

The USI-100 Handset The USI-150 Handset

#### The USI-100

One of the handsets available with the US/I Prepaid Application is the USI-100, a fully featured, easy-to-use cellular handset programmed with our advanced handset software. With the USI-100, you get a handset that phone users will love.



# Fully featured

The USI-100 is packed with features that phone users expect plus many that they'll soon come to enjoy. Features include prepaid innovations, memory capabilities, productivity enhancements, convenience features, and a number of available options. For more about these features, see the USI-100 Technical Specifications.

#### Friendly user interface

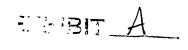
With the USI-100, you get a phone that's friendly for dealers and end users alike. Handset software automates and simplifies tasks that other phones force users to perform manually. With reduced keystrokes, helpful prompts, and clear status messages, the USI-100 is the most easy-to-use prepaid handset available today. NAM programming - activation - adding airtime - making and taking calls - all are easier with the USI-100.

#### Churn protection

The flexibility and sophistication of the USI-100 helps protect dealers from churn. With just a few clicks of a mouse, the dealer can use the US/I Internet Support System to configure handsets for either prepaid or postpaid operation - helping to keep the customer talking.

#### Extensibility

The handset software is designed for extension to other wireless devices as well. US/Intelicom is continually adding new handsets to the US/I Prepaid Application. If you're interested in using a particular handset from a particular manufacturer, we can work with the manufacturer to integrate that handset with the US/I Prepaid Application. Our professional sales staff would be happy to discuss your individual needs today - feel free to contact them for more information.



#### The USI-150

One of the handsets available with the US/I Prepaid Application is the USI-150, a fully featured, easy-to-use cellular handset programmed with our advanced handset software. With the USI-150, you get a handset that phone users will love.



#### Fully featured

The USI-150 is packed with features that phone users expect plus many that they'll soon come to enjoy. Features include prepaid innovations, memory capabilities, productivity enhancements, convenience features, and a number of available options. For more about these features, see the USI-150 Technical Specifications.

#### Friendly user interface

With the USI-150, you get a phone that's friendly for dealers and end users alike. Handset software automates and simplifies tasks that other phones force users to perform manually. With reduced keystrokes, helpful prompts, and clear status messages, the USI-150 is the most easy-to-use prepaid handset available today. NAM programming - activation - adding airtime - making and taking calls - all are easier with the USI-150.

## Churn protection

The flexibility and sophistication of the USI-150 helps protect dealers from churn. With just a few clicks of a mouse, the dealer can use the US/I Internet Support System to configure handsets for either prepaid or postpaid operation - helping to keep the customer talking.

#### Extensibility

The handset software is designed for extension to other wireless devices as well. Us/Intelicom is continually adding new handsets to the US/I Prepaid Application. If you're interested in using a particular handset from a particular manufacturer, we can work with the manufacturer to integrate that handset with the US/I Prepaid Application. Our professional sales staff would be happy to discuss your individual needs today - feel free to contact them for more information.

. TOP 4

Click here to contact our professional sales staff for more information. Copyright © 1997-1999 US/Intelicom, Inc. All rights reserved.

EXHIBIT A



# **Handset Technical Specifications**

The US/Intelicom Prepaid Application includes a full line of handsets offering the easy-to-use features that prepaid phone customers want. Read on to learn more about these advanced handsets.

# On This Page:

USI-100 Specifications USI-150 Specifications

# **USI-100 Specifications**

The USI-100 is a fully featured, state-of-the-art ergonomically designed phone with all of the features that phone customers want. These features are listed here.



# Prepaid Cellular Features

- Prepaid or postpaid switchable
- Time decremented based on 1/100<sup>th</sup> units (configurable)
- On-demand display of remaining prepaid airtime
- Low airtime warnings, both audible and visual
- Multi-level security features
- Online security lock support

# Memory Capabilities

- 50 number alphanumeric memory
- Scratch pad memory
- · Memory scrolling
- Vacant memory search
- Auto storage

# **Productivity Enhancements**

- On-air time display
- Two-line alphanumeric backlit LCD display
- 100 minutes talk time
- 15 hour standby
- Call-in-absence indicator
- Selectable audible timer

ECHBIT A

- Number of calls display
- A-B switching
- Auto-redial when system busy
- Last number recall
- Roaming support
- Long-distance support
- Inbound / outbound call support

# Additional Advanced Features

- Support for 9 local SIDs
- Support for 120 local area codes and exchanges
- DTMF receiver / decoder
- Selectable free / prohibited calls
- · Optional manual activation
- · Optional connect charges
- Dealer optional settings

#### Convenience Features

- Small, light weight ... 7 oz
- Hands-free answering ...
- Large, easy to read Send and End keys
- Friendly and simplified user interface
- Any key answering
- Auto answer
- · Selectable ring control
- Volume control
- Silent mode operation
- Battery power indicator
- System status indicator
- Signal strength indicator
- 911 emergency dialing
- Authentication (A-key) support
- User-activated lock code
- Mis-operation key protect

# **Available Options**

- NiMH slim battery
- NiMH large battery
- NiCd battery
- AC adapter
- · Carrying case
- Cigarette lighter adapter

# **USI-150 Specifications**

The USI-150 is a fully featured, state-of-the-art ergonomically designed phone with all of the features that phone customers want. These features are listed here.



# Prepaid Cellular Features

- Prepaid or postpaid switchable
- Time decremented based on 1/100<sup>th</sup> units (configurable)
- · On-demand display of remaining prepaid airtime
- Low airtime warnings, both audible and visual
- Multi-level security features
- Online security lock support

# **Memory Capabilities**

- 15 number alphanumeric memory
- Scratch pad memory
- Own number recall
- Memory scrolling
- Vacant memory search
- Auto storage

## Productivity Enhancements

- On-air time display
- Two-line alphanumeric backlit LCD display
- 100 minutes talk time
- 15 hour standby
- Call-in-absence indicator, with counter
- Selectable audible timer
- Number of calls display
- A-B switching
- Auto-redial when system busy
- Last number recall
- Roaming support
- Long-distance support
- Inbound / outbound call support

Additional Advanced Features

E BIT A

- Support for 9 local SIDs
- Support for 120 local area codes and exchanges
- DTMF receiver / decoder
- Selectable free / prohibited calls
- Optional manual activation
- Optional connect charges
- Dealer optional settings

#### Convenience Features

- Small, light weight ... 7 oz
- · Hands-free answering
- · Large, easy to read Send and End keys
- Friendly and simplified user interface
- · Any key answering
- Auto answer
- Selectable ring control
- Volume control
- Silent mode operation
- Battery power indicator
- System status indicator
- Signal strength indicator
- 911 emergency dialing
- Authentication (A-key) support
- Mis-operation key protect

# **Available Options**

- NiMH slim battery
- NiMiri large battery
- NiCd battery
- Rapid charger
- Battery eliminator
- Hands-free kit
- AC adapter
- Carrying case
- Cigarette lighter adapter

TOPA

Click here to contact our professional sales staff for more information. Copyright © 1997-1999 US/Intelicom, Inc. All rights reserved.

# Welcome

Welcome to US/Intelicom, the leading provider of prepaid solutions for the wireless industry.

US/Intelicom provides its customers with turnkey solutions for prepaid cellular and wireless. With the US/I Prepaid Application, wireless carriers and resellers can add prepaid cellular to their product line and address the tremendous potential of the prepaid market with a proven solution available today.



US/Intelicom is dedicated to continued leadership in debit solutions for the wireless industry. With a sole focus on debit technology, decades of experience in advanced telecommunications products, and a track record of innovation, US/Intelicom has what it takes to deliver winning products now and into the new millennium.

We invite you to learn more about how US/Intelicom can help you with advanced solutions for prepaid wireless. We would be happy to discuss your individual needs today.

Copyright  $\mathfrak C$  1997, 1998 US/Intelicom, Inc. All rights reserved. Site design by <u>Handware Productions</u>.



# Company Overview

US/Intelicom is the leading provider of prepaid software solutions for the wireless industry.

US/Intelicom provides its customers with turnkey solutions for adding prepaid cellular to their product lines. With our products, wireless carriers and resellers can address the tremendous potential of the prepaid market with a proven solution available today.



#### **US/I Prepaid Wireless Solutions**

US/Intelicom is the developer of the US/I Prepaid Application, a turnkey solution for airtime carriers and resellers seeking to add a prepaid cellular offering to their product line. The US/I Prepaid Application provides a complete solution, including server software, handset software, and Internet-based management and reporting tools. Learn about our products.

Supporting Carriers and Resellers throughout North America Headquartered in Atlanta, GA, US/Intelicom supports the prepaid wireless efforts of carriers and resellers throughout the U.S. and Canada. Our professional customer service staff provides on-call support both during and after the installation of our products.

#### Global Reach

US/Intelicom and Brightpoint, the world's largest distributor of wireless products, have entered into an alliance to provide worldwide distribution for US/Intelicom products. Through this strategic relationship, US/Intelicom can provide solutions either through a licensed agreement or on a product-bundle basis. More about the Brightpoint alliance.

## Seasoned Management

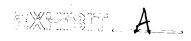
The experience of our company's leaders - with decades of combined experience in the development of telecommunications systems, financial transaction systems, and Internet-based applications - makes us uniquely able to support our customers in the wireless industry with solutions that make a difference. More about our company's management.

#### Commitment to Innovation

The design and functionality of US/Intelicom applications illustrate the organization's commitment to meeting the needs of carriers and resellers. With such features as true automated activation, automated over-the-air refreshment of the prepaid account, and program administration via the Internet, US/Intelicom innovation provides wireless carriers and resellers with consumer-friendly solutions now and into the new millennium.

Click here to contact our professional sales staff for more information.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.



# Investor Relations

It is said that investors are driven by two things: the desire to capitalize on the next big opportunity - and the fear of missing it.

Projected to reach US\$6 billion in total annual revenue by the year 2000, the market for prepaid applications is one of the fastest growing segments of the domestic wireless market.

If you are a major investor considering opportunities in the telecommunications arena, the time may be right for you to consider US/Intelicom. With a solid base of technical and marketing experience, and proven solutions for prepaid wireless available today, US/Intelicom is poised to capitalize on the opportunity of prepaid wireless.

Interested individuals should contact the office of Ronald Kindland, Chief Executive Officer, or e-mail investor\_relations@usintelicom.com.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.

TO ELUBERAL NOOM

NUG 22 2630 ·

# The Prepaid Wireless Concept

Prepaid wireless is a relatively simple concept which makes a big difference. Prepaid wireless encompasses cellular, paging, wireless modem and other uses as well, although cellular is the most familiar example.

With prepaid cellular, a phone user pays for airtime before using it. During the course of a call, the cost of the call is subtracted from the amount of paid-for airtime. After making a call or calls, the balance of remaining airtime gets closer to zero, and the phone user has the option to purchase more airtime.

## A Simple Idea that Makes a Big Difference

From the perspective of the phone user, it's as simple as that - once the user has a phone supported by a prepaid carrier, they can use it just like they would any other cellular phone, including roaming and long distance. The only difference is that, instead of receiving a bill, they pay for their airtime in advance.

There are two circumstances in which prepaid cellular is most attractive.

- For people with credit issues, a prepaid plan allows access to cellular service without the need for credit at all - because the service is paid for before it is used.
- 2. For people wishing to control airtime costs, a prepaid plan limits the potential expense to the amount which was paid for in advance. This is valuable, for example, to parents who want their college-bound children to benefit from the safety of an at-hand cellular phone without incurring the risk of a large monthly bill, discovered only after it's too late to do something about it. Prepaid is valuable for employers as well, as in the case where an employer wants to provide cellular access to drivers of fleet vehicles, again without incurring the risk of unplanned expenses.

The demand for prepaid cellular is substantial. In the domestic wireless market, the prepaid applications segment is one of the fastest growing, projected to reach US\$6 billion in total annual revenues by the year 2000.

#### More than Just Cellular

Prepaid wireless is not limited to cellular service. Prepaid billing also makes sense for paging, for wireless modems for laptop and palm-top computing, and, in fact, for any situation in which customers are billed based on metered usage. The concept of prepaid wireless encompasses all of these applications.

Good for Dealers, Too

Dealers benefit from prepaid wireless as well. Currently, some 35% of applicants for cellular service are declined due to credit issues. With a prepaid cellular offering in his or her product line, a dealer can say yes to almost everyone who asks for service. This alone is a substantial benefit, but there's more. With a prepaid offering, a dealer reduces the operational expense of managing receivables as well as the outright expense of uncollectable debt. For dealers with a prepaid offering, there's a good feeling that comes from knowing that they've been paid in advance.

Our cellular product has been proven through tens of thousands of hours of operation, and is available today. In addition, we are committed to continuous improvement and development of new prepaid wireless products. If you would like to learn more about our products, see our overview of products and services.

Click here to contact our professional sales staff for more information.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.

# Frequently Asked Questions

Here you can find answers to questions you may have about US/Intelicom, the US/I Prepaid Application, and the rest of our product and service offerings.

If you have a question not answered below, you can use our Comments and Questions Form to send your question to our customer service group.

# On This Page:

About Prepaid Wireless
About the US/I Prepaid Application
About US/I Handsets

# **About Prepaid Wireless**

#### How does prepaid wireless work?

In general, the service provider offers a predetermined amount of airtime to a user, without the need for a credit check or a large deposit. Because the user pays for the airtime before it is used, the provider is protected from the exposure for unpaid bills. When all of the prepaid airtime has been used, the user can neither make nor receive calls without purchasing more airtime. For a more detailed description, please see About Prepaid Wireless.

# Who uses prepaid wireless services?

Prepaid wireless services are primarily used by, but not necessarily limited to:

- Users with insufficient credit to obtain a standard contract
- Users that wish to limit potential airtime costs, such as small businesses
- Users with short-term needs, such as travelers

# How can I become a prepaid wireless provider?

For more information on how US/Intelicom can help you to become a prepaid wireless provider, please see Products and Services, or contact US/Intelicom.

AUS 22 2000

TOPA

A

# About the US/I Prepaid Application

Does US/Intelicom provide training and support for licensees of the program?

Yes. Training materials and phone support are generally provided to the licensee at no charge. Training may also be made available at US/Intelicom offices or at the licensee's facility, although the licensee will normally be required to cover the expenses involved.

## Does US/Intelicom provide cellular lines and airtime?

No. The US/I Prepaid Application is designed to work on standard cellular lines provided by any carrier or reseller. This allows the licensee to obtain service from the provider of their choice, and gives them the freedom to determine their own rates and profit margins.

Can users buy airtime from any provider of US/Intelicom products? No. The user must contact an authorized representative of their service provider. This protects the residual revenue source for the original provider.

TOP 4

# About US/I Handsets

#### Can users roam with US/I phones?

Generally, yes. Since the US/I prepaid application can be used with standard cellular lines, availability while roaming is controlled by the same rules as on a standard phone.

## What happens when a user runs out of time?

When the available balance reaches zero, the phone will no longer place or accept calls. In order to use the phone, the user must obtain more airtime from the service provider.

#### How does the user place calls?

Calls are placed the same as on any cellular phone, with the exception that the phone will display a message if there is an insufficient balance available to make the call.

TOP A

Click here to contact our professional sales staff for more information. Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved:

exercise A

# Glossary

You may find some of these definitions useful as you learn more about prepaid wireless, our company, and our products.

#### Airtime:

Metered usage of the cellular network, provided by a carrier or reseller.

#### Churn:

The tendency of users to change prepaid cellular providers in order to get better pricing.

# DTMF (Dual-Tone Multi-Frequency):

Standard tones typically generated manually by pressing keypad keys. The US/I Prepaid Application uses automated DTMF tones to provide the advanced features and user-friendly interface which make the US/I solution unique.

#### ESN (Electronic Serial Number):

A unique identifier assigned to every cellular device (i.e. the handset). The ESN is independent of the phone number assigned to the phone - the assigned phone number can change, but the ESN is a permanent attribute of the phone.

#### Licensee:

In general, the person or organization to whom a license is granted. A company that licenses the US/I Prepaid Application from US/Intelicom is called the licensee.

#### IVR (Integrated Voice Response):

A form of telephone communication in which the caller receives instructions from and responds to an automated source. The user must typically enter information via the keypad, and write down information received from the host. The US/I Prepaid Application removes the error potential by allowing the handset and host to communicate directly, removing the possibility of user error.

#### IVRU (Integrated Voice Response Unit):

A computer programmed to perform IVR functions. See definition for IVR.

#### MIN (Mobile Identification Number):

The actual 10-digit phone number assigned to a cellular handset.

#### NAM (Number Assigned Module):

A TELLX

Refers to all the information programmed into a handset for communication via the cellular network. Standard handsets typically require a complex series of steps to enter this information. The US/I NAM Quick Start method requires just two simple steps.

## NAM Quick Start:

A simplified method for entering NAM information into a cellular handset, developed by US/Intelicom for use on handsets that support the US/I Prepaid Application.

#### PIN:

Also referred to as an "Airtime Code". This is a number that is entered into a US/I handset to obtain more cellular airtime.

#### Reversion, Phone Reversion:

The ability to switch a phone from prepaid to credit (standard) usage. The US/I Prepaid Application makes it possible for the carrier or reseller to change a phone from prepaid to credit, while ensuring that the user cannot do this without authorization.

#### Sec Lock (Security Lock):

A security feature provided by US/Intelicom to prevent a user from repeatedly trying to perform invalid functions on a handset. Once a phone is in Sec Lock, the user must contact an authorized representative to obtain an unlock code.

#### SID (System Identifier):

A unique number that identifies a group of cellular towers belonging to a single service area. If the SID of the current tower matches with a SID defined in the handset, the call is billed at home rates. If the tower SID is not defined in the handset, the call is billed at roaming rates. The US/I Prepaid Application allows for multiple SIDs to be defined as being in the home area.

## US/I Prepaid Application:

A system consisting of specialized handset functionality, a centralized host system, and handset management software. This application allows cellular providers to offer prepaid services to their users quickly and cost-effectively.

Click here to contact our professional sales staff for more information. Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.

EXMBIT. A.

# **Products and Services**

US/Intelicom offers a number of products and services to the wireless industry based on our innovations in prepaid technology. These products and services are introduced here.

# The US/I Prepaid Application

US/Intelicom presents the US/I Prepaid Application, a turnkey solution for prepaid cellular. The US/I Prepaid Application includes everything an airtime carrier or reseller needs to add prepaid cellular to their product line. <u>Learn more</u>.

#### Handset Software Services

US/Intelicom provides design and development services for advanced technology handset software. This allows manufacturers to add prepaid and transaction technology to their handsets, helping them meet the functionality demands of their retail and carrier customers.

#### Continuing Innovation in Prepaid Wireless

Our research and development pipeline includes support for new handsets as well as a broad range of wireless devices, including paging, wireless modem, and palm-top computing. Now and in the future, US/Intelicom is ready to support wireless service providers with advanced software technology.

Click here to contact our professional sales staff for more information. Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.



# The US/I Prepaid Application

The US/I Prepaid Application is the industry-leading solution for prepaid wireless. With the US/I Prepaid Application, airtime carriers and resellers can quickly add a prepaid product offering without the expense and delay of in-house development. The opportunity in the prepaid market is now - and the US/I Prepaid Application is ready today.

The US/I Prepaid Application includes everything an airtime carrier or reseller needs to add prepaid cellular to their product line. With advanced handset software and an integrated suite of software applications for operations and management, the US/I Prepaid Application offers features to please both dealers and their customers.

... everything airtime carriers and resellers need to add prepaid wireless to their product line.

#### The Reliability of Proven Technology...

The heart of the US/I Prepaid Application is a set of core software components and services, representing the ability to add prepaid cellular to a product line. This consists of:

- US/Intelicom's client-server host software, supporting prepaid operations and management, running on the carrier's or reseller's computer hardware at the carrier's or reseller's facility or facilities
- US/Intelicom's sophisticated and user-friendly handset software,
   and
- Training, installation, start-up and on-going operational support from US/I engineers

#### ... and the Flexibility to Meet Your Needs

To ensure that US/Intelicom can meet your specific needs, the US/I Prepaid Application is available with a number of extras. These optional features and services include:

- À full line of easy-to-use handsets packed with features
- Windows software allowing quick reconfiguration of individual phones
- Optional integration with bill-to-account software
- Optional handset configuration prior to distribution
- Optional fulfillment services
- Optional financial services
- Optional marketing materials for your prepaid campaign

To find out more about the advantages of the US/I Prepaid Application, click here, or feel free to contact our professional sales staff for more

EXTEST?

information.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.

# Advantages of the US/I Prepaid Application

With innovation, sophistication, and ease of use, the US/I Prepaid Application has a number of features that give it - and you - significant advantages over the competition.

#### True automated activation.

Other prepaid systems force the use of long sequences of codes and digits - but not with the US/I Prepaid Application. NAM Quick Start programming and our sophisticated software make quick work of activating, configuring, and adding initial airtime to the phone.

The entire process of adding airtime and debiting the account typically takes less than one minute.

## Automated airtime recharge.

With other prepaid systems, the phone user must enter long sequences of digits and codes and rely on the support of a human operator to add airtime - but not with the US/I Prepaid Application. Sophisticated handset software eliminates errors and vastly reduces the need for operator/IVRU involvement by automating the recharge function. Whether you're a carrier, reseller, or phone user, you owe it to yourself to learn more about automated airtime recharge.

## True automatic over-the-air billing updates.

After an airtime carrier or reseller makes changes to rate plans, including billing rates and area code splits, the phones associated with the changed plans will automatically download the new rates the next time airtime is added to the phone.

## Round-the-Clock Internet Support System.

The US/I Prepaid Application is the only product of its kind to offer the 24/7 US/I Internet Support System. Use the US/I Internet Support System to define your customer groups (by individual, corporate client, geography, or distribution channel), define and modify rate plans for each customer group, switch handsets between prepaid and postpaid arrangements, track and monitor usage with reports for each customer group, and more.

## Automated personal account recharge.

For phone users wishing to bill their airtime to credit card, checking account or other authorized pre-set financial vehicle, the US/I Prepaid Application provides features which vastly simplify and automate this task.

# Security and fraud protection.

Multilevel security checkpoints are built into both the handset and the host software ... making it virtually impossible to "hack" the airtime balance.

# Replenish airtime in less than a minute!

With just four keystrokes and the entry of the airtime ticket serial



number, even unsophisticated phone users can add airtime in less than a minute (under normal cellular system operating conditions). Compare this with dozens of keystrokes and eight to ten minutes for other prepaid phones. This is one more example of US/Intelicom's commitment to innovation and leadership in prepaid wireless.

Helping you grow - and growing with you. By design, the system architecture of the US/I Prepaid Application provides a flexible, extensible and scaleable solution to support prepaid operations now and in the future.

- 1. The US/I Prepaid Application has a modular architecture, designed for change. This allows addition of support for new wireless devices as they enter the market.
- 2. The US/I Prepaid Application is robust, having been proven through tens of thousands of hours of operation.
- 3. As your customer base grows in size, upgrade your hardware while preserving your investment in software infrastructure. Our product will grow with you.
- 4. For carriers or resellers who allow phone users to bill prepaid airtime to personal accounts (such as credit card, checking account, or other approved financial vehicle), the US/I Prepaid Application is designed for integration with real-time bill-to-account software provided by the carrier or reseller. US/Intelicom system engineers can provide consulting and integration services to help make this happen.

Whether your needs are to provision a single market or to implement a national program, US/Intelicom has a solution to meet your needs. Learn more about the specific features of the US/I Internet Support System, or contact our professional sales staff to see how we can help activate your prepaid program.

Copyright © 1997, 1998 US/Intelicom, Inc. All rights reserved.

# Handsets

The US/Intelicom Prepaid Application includes a full line of handsets offering the easy-to-use features that prepaid phone customers want. Read on to learn more about these advanced handsets.

# On This Page:

The USI-100 Handset The USI-150 Handset

# The USI-100

One of the handsets available with the US/I Prepaid Application is the USI-100, a fully featured, easy-to-use cellular handset programmed with our advanced handset software. With the USI-100, you get a handset that phone users will love.



## Fully featured

The USI-100 is packed with features that phone users expect plus many that they'll soon come to enjoy. Features include prepaid innovations, memory capabilities, productivity enhancements, convenience features, and a number of available options. For more about these features, see the USI-100 Technical Specifications.

## Friendly user interface

With the USI-100, you get a phone that's friendly for dealers and end users alike. Handset software automates and simplifies tasks that other phones force users to perform manually. With reduced keystrokes, helpful prompts, and clear status messages, the USI-100 is the most easy-to-use prepaid handset available today. NAM programming - activation - adding airtime - making and taking calls - all are easier with the USI-100.

#### Churn protection

The flexibility and sophistication of the USI-100 helps protect dealers from churn. With just a few clicks of a mouse, the dealer can use the US/I Internet Support System to configure handsets for either prepaid or postpaid operation - helping to keep the customer talking.

# Extensibility

The handset software is designed for extension to other wireless devices as well. US/Intelicom is continually adding new handsets to the US/I Prepaid Application. If you're interested in using a particular handset from a particular manufacturer, we can work with the manufacturer to integrate that handset with the US/I Prepaid Application. Our professional sales staff would be happy to discuss your individual needs today - feel free to contact them for more information.

TOP ▲



## The USI-150

One of the handsets available with the US/I Prepaid Application is the USI-150, a fully featured, easy-to-use cellular handset programmed with our advanced handset software. With the USI-150, you get a handset that phone users will love.



#### Fully featured

The USI-150 is packed with features that phone users expect plus many that they'll soon come to enjoy. Features include prepaid innovations, memory capabilities, productivity enhancements, convenience features, and a number of available options. For more about these features, see the USI-150 Technical Specifications.

# Friendly user interface

With the USI-150, you get a phone that's friendly for dealers and end users alike. Handset software automates and simplifies tasks that other phones force users to perform manually. With reduced keystrokes, helpful prompts, and clear status messages, the USI-150 is the most easy-to-use prepaid handset available today. NAM programming - activation - adding airtime - making and taking calls - all are easier with the USI-150.

# Churn protection

The flexibility and sophistication of the USI-150 helps protect dealers from churn. With just a few clicks of a mouse, the dealer can use the US/I Internet Support System to configure handsets for either prepaid or postpaid operation - helping to keep the customer talking.

#### Extensibility

The handset software is designed for extension to other wireless devices as well. Us/Intelicom is continually adding new handsets to the US/I Prepaid Application. If you're interested in using a particular handset from a particular manufacturer, we can work with the manufacturer to integrate that handset with the US/I Prepaid Application. Our professional sales staff would be happy to discuss your individual needs today - feel free to contact them for more information.

. TOP A

Click here to contact our professional sales staff for more information. Copyright © 1997-1999 US/Intelicom, Inc. All rights reserved.

EXCEST. A.

2/0/00

# **Handset Technical Specifications**

The US/Intelicom Prepaid Application includes a full line of handsets offering the easy-to-use features that prepaid phone customers want. Read on to learn more about these advanced handsets.

## On This Page:

USI-100 Specifications USI-150 Specifications

# **USI-100 Specifications**

The USI-100 is a fully featured, state-of-the-art ergonomically designed phone with all of the features that phone customers want. These features are listed here



#### Prepaid Cellular Features

- · Prepaid or postpaid switchable
- Time decremented based on 1/100<sup>th</sup> units (configurable)
- · On-demand display of remaining prepaid airtime
- · Low airtime warnings, both audible and visual
- Multi-level security features
- Online security lock support

# Memory Capabilities

- 50 number alphanumeric memory
- Scratch pad memory
- Own number recall
- Memory scrolling
- Vacant memory search
- Auto storage

## **Productivity Enhancements**

- On-air time display
- Two-line alphanumeric backlit LCD display
- 100 minutes talk time
- 15 hour standby
- Call-in-absence indicator
- Selectable audible timer

- Number of calls display
- A-B switching
- Auto-redial when system busy
- Last number recall
- Roaming support
- Long-distance support
- Inbound / outbound call support

#### Additional Advanced Features

- Support for 9 local SIDs
- Support for 120 local area codes and exchanges
- DTMF receiver / decoder
- Selectable free / prohibited calls
- · Optional manual activation
- Optional connect charges
- Dealer optional settings

#### Convenience Features

- Small, light weight ... 7 oz
- Hands-free answering .
- · Large, easy to read Send and End keys
- · Friendly and simplified user interface
- Any key answering
- Auto answer
- Selectable ring control
- Volume control
- Silent mode operation
- · Battery power indicator
- System status indicator-
- Signal strength indicator
- 911 emergency dialing
- Authentication (A-key) support
- User-activated lock code
- Mis-operation key protect

# **Available Options**

- NiMH slim battery
- NiMH large battery
- NiCd battery
- AC adapter
- Carrying case
- Cigarette lighter adapter

(23)

A

# **USI-150 Specifications**

The USI-150 is a fully featured, state-of-the-art ergonomically designed phone with all of the features that phone customers want. These features are listed here.



# Prepaid Cellular Features

- Prepaid or postpaid switchable
- Time decremented based on 1/100<sup>th</sup> units (configurable)
- On-demand display of remaining prepaid airtime
- Low airtime warnings, both audible and visual
- Multi-level security features
- Online security lock support

# Memory Capabilities

- 15 number alphanumeric memory
- Scratch pad memory
- Own number recall
- Memory scrolling
- Vacant memory search
- Auto storage

## **Productivity Enhancements**

- On-air time display
- Two-line alphanumeric backlit LCD display
- 100 minutes talk time
- 15 hour standby
- Call-in-absence indicator, with counter
- Selectable audible timer
- Number of calls display
- A-B switching
- Auto-redial when system busy
- Last number recall
- Roaming support
- Long-distance support
- Inbound / outbound call support

Additional Advanced Features

EXHIBT,

- Support for 9 local SIDs
- Support for 120 local area codes and exchanges
- DTMF receiver / decoder
- Selectable free / prohibited calls
- Optional manual activation
- Optional connect charges
- Dealer optional settings

#### Convenience Features

- Small, light weight ... 7 oz
- Hands-free answering
- Large, easy to read Send and End keys
- Friendly and simplified user interface
- Any key answering
- Auto answer
- Selectable ring control
- Volume control
- Silent mode operation
- Battery power indicator
- System status indicator
- Signal strength indicator
- 911 emergency dialing
- Authentication (A-key) support
- Mis-operation key protect

## **Available Options**

- NiMH slim battery
- NiMri large battery
- NiCd battery
- Rapid charger
- Battery eliminator
- Hands-free kit
- AC adapter
- Carrying case
- Cigarette lighter adapter

TOPA

Click here to contact our professional sales staff for more information. Copyright © 1997-1999 US/Intelicom, Inc. All rights reserved.

EXMAND.